

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

IN RE WILMINGTON TRUST : Master File No. 10-CV-00990-SLR
SECURITIES LITIGATION : (Securities Class Action)
This Document Relates to: ALL ACTIONS : Hon. Sue L. Robinson
: ELECTRONICALLY FILED
:

**DECLARATION OF A. ZACHARY NAYLOR IN SUPPORT OF LEAD PLAINTIFFS'
OMNIBUS OPPOSITION TO DEFENDANTS' MOTIONS TO DISMISS THE SECOND
AMENDED CONSOLIDATED SECURITIES CLASS ACTION COPMLAINT**

I, A. ZACHARY NAYLOR, declare as follows:

1. I am a partner with the law firm of Chimicles & Tikellis LLP, liaison counsel for the class.
2. Attached hereto as Exhibit 1 is a true and correct copy of the presentation entitled "Creating the Leading Mid-Atlantic Relationship Bank," filed by M&T Bank Corporation on form 425 with the Securities and Exchange Commission on November 1, 2010.

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Dated: October 1, 2012



A. Zachary Naylor (#4439)
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